

**LAW OFFICES OF
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October 10, 2008

RECORDATION NO. 24254-E FILED

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SURFACE TRANSPORTATION BOARD

Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
Washington, DC 20423

Dear Acting Secretary Quinlan:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Partial Termination of Lease, a secondary document, dated as of October 2, 2008. The primary document to which this is connected is recorded under Recordation No. 24254. We request that this document be recorded under Recordation No. 24254-E.

The names and addresses of the parties to the Partial Termination of Lease are:

Lessor:

General Electric Capital Corporation
for Itself and as Agent for Certain Participants
401 Merritt Seven, Suite 23
Norwalk, CT 06851-1177

Lessee:

Entergy Arkansas, Inc.
10055 Grogans Mill Road, Suite 300
The Woodlands, TX 77380

A description of the equipment covered by the Partial Termination of Lease consists of two aluminum-sided rotary dump gondola railcars numbered ETRX 750881 and 750979.

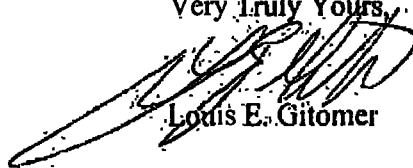
Honorable Anne K. Quinlan
October 10, 2008
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A fee of \$ 41.00 is enclosed. Please return the original by email to:

Louis E. Gitomer
Law Offices of Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: a Partial Termination of Lease between General Electric Capital Corporation, for Itself and as Agent for Certain Participants, 401 Merritt Seven, Suite 23, Norwalk, CT 06851-1177, and Entergy Arkansas Inc., 10055 Grogans Mill Road, Suite 300, The Woodlands, TX 77380, covering two aluminum-sided rotary dump gondola railcars numbered ETRX 750881 and 750979.

Very Truly Yours,



Louis E. Gitomer

Enclosure

OCT 10 '08

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PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

THIS PARTIAL TERMINATION OF LEASE is made as of October 2, 2008, by GENERAL ELECTRIC CAPITAL CORPORATION, FOR ITSELF AND AS AGENT FOR CERTAIN PARTICIPANTS ("GE Capital"), as lessor, and ENTERGY ARKANSAS, INC. ("Entergy"), as lessee.

WITNESSETH:

WHEREAS, GE Capital and Entergy are parties to that certain Memorandum of Lease Agreement dated as of December 23, 2002 (the "Lease"), which has been recorded with the Surface Transportation Board (the "Board") on December 23, 2002, under Recordation Number 24254; and

WHEREAS, the duties and obligations of the parties to the Lease have been satisfied and discharged solely with respect to the railroad equipment described on Exhibit No. 1 attached hereto (the "Equipment");

NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the authority to issue and execute this document, intending to be legally bound, and recognizing the need to officially terminate the Lease of the Equipment in the files of the Board, GE Capital and Entergy hereby terminate and cancel the Lease of the Equipment as of the date herein first written above; provided that this termination does not apply to provisions of the Lease stated to survive such termination.

This Partial Termination of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Partial Termination of Lease.

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IN WITNESS WHEREOF, the parties hereto have caused this Partial Termination of Lease to be duly executed as of the date hereinabove first written.

GENERAL ELECTRIC CAPITAL
CORPORATION, FOR ITSELF AND
AS AGENT FOR CERTAIN PARTICIPANTS

By: Peter DiBiasi
Name: Peter DiBiasi
Title: Duly Authorized Signatory

STATE OF CONNECTICUT)

COUNTY OF Fairfield ss.

On this 3rd day of October, 2008, before me, the undersigned Notary Public, personally appeared Peter DiBiasi personally known to me to be the person who executed the within instrument as Duly Authorized Signatory on behalf of General Electric Capital Corporation, the corporation therein named, and acknowledged to me that the corporation executed it.

Mary E. Procaccini
Notary Public for Connecticut
My Commission expires April 30, 2010

MARY E. PROCACCINI
NOTARY PUBLIC
MY COMMISSION EXPIRES APR. 30, 2010

ENTERGY ARKANSAS, INC.

By: Frank Williford
Name: Frank Williford
Title: Assistant Treasurer

STATE OF LOUISIANA)
PARISH OF ORLEANS) ss.

On this 8th day of October, 2008, before me, the undersigned Notary Public, personally appeared Frank Williford personally known to me to be the person who executed the within instrument as Assistant Treasurer on behalf of Entergy Arkansas, Inc., the corporation therein named, and acknowledged to me that the corporation executed it.

Jennifer B. Favalora
Notary Public for Parish of Orleans - State of Louisiana
My Commission expires upon my death.

JENNIFER B. FAVALORA
NOTARY PUBLIC (ID # 57639)
Parish of Orleans, Louisiana
Commission Issued For Life

**EXHIBIT NO. 1
TO PARTIAL TERMINATION OF LEASE**

Aluminum-sided rotary dump gondola railcars, with the following road numbers:

ETRX 750881 and ETRX 750979